

RECORDATION NO.

21242-C
FILED

MAY 04 '06

3-20 PM

SURFACE TRANSPORTATION BOARD

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OF COUNSEL
URBAN A. LESTER

May 4, 2006

Mr. Vernon A. Williams
Secretary
Surface Transportation Board
Washington, D.C. 20423

Dear Mr. Williams:

Enclosed for recordation pursuant to the provisions of 49 U.S.C. Section 11301(a) are two (2) copies of a Notice, dated as of May 3, 2006, a secondary document as defined in the Board's Rules for the Recordation of Documents.

The enclosed document relates to the Memorandum of Schedule No. 7 to Railcar Lease Agreement and Assignment of Schedule No. 7 to Railcar Lease Agreement previously filed with the Board under Recordation Numbers 21242 and 21242-A, respectively.

The new names and addresses of the parties to the enclosed document are:

Lessor: ICX Corporation d/b/a RBS Asset Finance
2 Summit Park Drive, Suite 300,
Cleveland, Ohio 44131

Lessee: Bombardier Capital Rail Inc.
(f/k/a NorRail, Inc.)
12735 Gran Bay Parkway West
Suite 1000
Jacksonville FL 32258

Mr. Vernon A. Williams
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A description of the railroad equipment covered by the enclosed document is:

69 railcars within the series NRLX 526210 – NRLX 526298 and TR 526206 – TR 526299 as more particularly set forth in the equipment schedule attached to the document (with previous reporting marks and road numbers also set forth in the schedule attached to the document).

A short summary of the document to appear in the index is:

Notice.

Also enclosed is a check in the amount of \$34.00 payable to the order of the Surface Transportation Board covering the required recordation fee.

Kindly return stamped copies of the enclosed document to the undersigned.

Very truly yours,

A handwritten signature in black ink, appearing to read 'Alvord', with a stylized flourish at the end.

Robert W. Alvord

RWA/sem
Enclosures

BOMBARDIER

May 3, 2006

Mr. Vernon A. Williams
Secretary
Surface Transportation Board
Washington, D.C. 20423

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SURFACE TRANSPORTATION BOARD

Bombardier Capital Rail Inc.
12735 Gran Bay Parkway West
Suite 1000
Jacksonville, FL 32258 United States
www.bombardier.com
TEL (904) 288-1000
FAX (904) 288-2155

Re: Memorandum of Schedule No. 7 to Railcar Lease Agreement, dated as of February 27, 1998 between The First National Bank of Maryland, Lessor, and NorRail, Inc., Lessee, filed with the Board on March 2, 1998 at 1:25 p.m. under Recordation Number 21242

**Memorandum of Assignment of Schedule No. 7 to Railcar Lease Agreement, dated as of February 27, 1998, among The First National Bank of Maryland, Assignor, and ICX Corporation, Assignee, filed with the Board on March 2, 1998 at 1:25 p.m. under Recordation Number 21242-A
(BCRI's headlease 2, schedule 7)**

Dear Mr. Williams:

With reference to the railroad equipment covered by the recordation shown above, we wish to advise:

1. ICX Corporation recently assigned its lessor's interest to Siemens Financial Services, Inc. Please update the record to reflect the new lessor.
2. The lessee's name has changed. Please update the record to reflect that the lessee is Bombardier Capital Rail Inc. (f/k/a NorRail, Inc.).
3. The reporting marks and road numbers of some or all of the railcars has changed. The attached Exhibit A should be substituted in place of any prior lists of reporting marks and road numbers.

Please file these changes under the Recording Number shown above.

Very truly yours,

Catherine Hawks

Catherine Hawks
Senior Attorney

STATE OF FLORIDA)
COUNTY OF DUVAL)

On this 3rd day of May, 2006, before me appeared **Catherine Hawks**, to me personally known, who, being duly sworn did say that she is the Senior Attorney of BOMBARDIER CAPITAL RAIL INC. (f/k/a NorRail, Inc.), and that said instrument was signed on behalf said corporation by authority of its board of directors and she acknowledged said instrument to be the free act and deed of said corporation.

IN TESTIMONY WHEREOF, I have hereunto set my hand and affixed my official seal in the _____ and State aforesaid, the day and year first above written.

NOTARY PUBLIC
My Commission Expires: 7/1/2010



EXHIBIT A

Headlease #	2
Schedule #	7

Current Car	Original Car	Previous Car	Total
NRLX526216	CSXT491346	TR 526216	1
NRLX526234	CSXT491364	TR 526234	1
NRLX526244	CSXT491374	TR 526244	1
NRLX526246	CSXT491376	TR 526246	1
NRLX526253	CSXT491383	TR 526253	1
NRLX526255	CSXT491385	TR 526255	1
NRLX526264	CSXT491394	TR 526264	1
NRLX526273	CSXT491403	TR 526273	1
NRLX526274	CSXT491404	TR 526274	1
NRLX526286	CSXT491416	ASRY526286	1
NRLX526293	CSXT491423	TR 526293	1
NRLX526295	CSXT491425	TR 526295	1
TR 526206	CSXT491336	CSXT491336	1
TR 526215	CSXT491345	CSXT491345	1
TR 526237	CSXT491367	CSXT491367	1
TR 526245	CSXT491375	CSXT491375	1
TR 526247	CSXT491377	CSXT491377	1
TR 526254	CSXT491384	CSXT491384	1
TR 526256	CSXT491386	CSXT491386	1
TR 526265	CSXT491395	CSXT491395	1
TR 526266	CSXT491396	CSXT491396	1
TR 526267	CSXT491397	CSXT491397	1
TR 526275	CSXT491405	CSXT491405	1
TR 526276	CSXT491406	CSXT491406	1
TR 526277	CSXT491407	CSXT491407	1
TR 526284	CSXT491414	CSXT491414	1
TR 526285	CSXT491415	CSXT491415	1
TR 526294	CSXT491424	NRLX526294	1
TR 526296	CSXT491426	CSXT491426	1
NRLX526210	CSXT491340	TR 526210	1
NRLX526219	CSXT491349	ASRY526219	1
NRLX526238	CSXT491368	TR 526238	1
TR 526239	CSXT491369	NRLX526239	1
TR 526240	CSXT491370	CSXT491370	1
NRLX526241	CSXT491371	TR 526241	1
TR 526242	CSXT491372	CSXT491372	1
TR 526243	CSXT491373	CSXT491373	1
NRLX526248	CSXT491378	TR 526248	1
TR 526249	CSXT491379	CSXT491379	1
TR 526250	CSXT491380	CSXT491380	1
NRLX526251	CSXT491381	TR 526251	1

EXHIBIT A

Headlease #	2
Schedule #	7

Current Car	Original Car	Previous Car	Total
TR 526252	CSXT491382	CSXT491382	1
NRLX526257	CSXT491387	TR 526257	1
NRLX526258	CSXT491388	TR 526258	1
NRLX526259	CSXT491389	TR 526259	1
TR 526260	CSXT491390	CSXT491390	1
NRLX526261	CSXT491391	ASRY526261	1
TR 526262	CSXT491392	CSXT491392	1
TR 526263	CSXT491393	CSXT491393	1
NRLX526268	CSXT491398	TR 526268	1
TR 526269	CSXT491399	tr 526269	1
TR 526270	CSXT491400	CSXT491400	1
TR 526271	CSXT491401	CSXT491401	1
TR 526272	CSXT491402	CSXT491402	1
NRLX526278	CSXT491408	TR 526278	1
TR 526279	CSXT491409	CSXT491409	1
NRLX526280	CSXT491410	TR 526280	1
TR 526281	CSXT491411	CSXT491411	1
TR 526282	CSXT491412	CSXT491412	1
TR 526283	CSXT491413	CSXT491413	1
NRLX526287	CSXT491417	TR 526287	1
NRLX526288	CSXT491418	TR 526288	1
NRLX526289	CSXT491419	TR 526289	1
TR 526290	CSXT491420	CSXT491420	1
NRLX526291	CSXT491421	TR 526291	1
NRLX526292	CSXT491422	TR 526292	1
NRLX526297	CSXT491427	TR 526297	1
NRLX526298	CSXT491428	TR 526298	1
TR 526299	CSXT491429	CSXT491429	1
Grand Total			69